

Special Master George Finkle

BEFORE THE INSURANCE COMMISSIONER
OF THE STATE OF WASHINGTON

In the Matter of the Application
regarding the Conversion and
Acquisition of Control of Premera Blue
Cross and its Affiliates.

No. G 02-45

DECLARATION OF THOMAS E.
KELLY, JR.

I, THOMAS E. KELLY, JR., make the following declaration:

1. I am one of the attorneys of record representing PREMERA and Premera Blue Cross in the above-entitled matter.

2. Attached hereto as **Exhibit A** and incorporated herein by reference is a true and correct copy of the October 23, 2003 letter that I sent to Mr. Coopersmith.

3. Attached hereto as **Exhibit B** and incorporated herein by reference is a true and correct copy of Premera's Second Set of Requests for Production of Documents to WSMA, which was served on Mr. Coopersmith on October 24, 2003.

4. Attached hereto as **Exhibit C** and incorporated herein by reference is a true and correct copy of the Amended Deposition Notice of the deposition of Robert Perna, which was served on Mr. Coopersmith on October 24, 2003.

DECLARATION OF THOMAS E. KELLY, JR. - 1


K:\34458\00009\TEK\TEK_P237R

PRESTON GATES & ELLIS LLP
925 FOURTH AVENUE
SUITE 2900
SEATTLE, WASHINGTON 98104-1158
TELEPHONE: (206) 623-7580
FACSIMILE: (206) 623-7022

5. Attached hereto as **Exhibit D** and incorporated herein by reference is a true and correct copy of the Deposition Notice of the deposition of Dr. Jeff Collins, which was served on Mr. Coopersmith on October 24, 2003.

I declare under penalty of perjury of the laws of the State of Washington that the foregoing is true and correct.

Executed at Seattle, Washington, on October 28, 2003.


THOMAS E. KELLY, JR.

DECLARATION OF THOMAS E. KELLY, JR. - 2

K:\34458\00009\TEK\TEK_P237R

PRESTON GATES & ELLIS LLP
925 FOURTH AVENUE
SUITE 2900
SEATTLE, WASHINGTON 98104-1158
TELEPHONE (206) 623-7580
FACSIMILE (206) 623-7022

Thomas E. Kelly, Jr.
tomk@prestongates.com
(206) 370-6683

October 23, 2003

VIA TELECOPY and EMAIL

Jeffrey Coopersmith
Attorney at Law
Coopersmith Health Law Group
1325 Fourth Avenue, Suite 1740
Seattle, WA 98101

Re: Premera's Objections to Disclosure of any Confidential or Attorneys' Eyes Only Documents or Information in the Draft OIC Reports to Jeff Collins or to Robert Perna

Dear Jeff:

In your letter of October 21, 2003, you stated that, on behalf of your client, the Washington State Medical Association ("WSMA"), you intend to disclose the complete draft consultant reports and executive summaries submitted to Premera by the OIC Staff, as produced to the Intervenor by Premera in response to an Intervenor's Request for Production, to two individuals, Dr. Jeff Collins and Robert Perna, on October 24th.

This letter constitutes Premera's written objection, pursuant to Paragraph 3(b)(ii)(3) (page 17) of the "Eighth Order: Protective Order" (the "Protective Order"), to your disclosing any portion of the OIC Consultants' draft Executive Summaries or Reports ("Draft OIC Reports") that has been designated either "Confidential" or "Attorneys' Eyes Only" ("AEO").

As a result of this written objection, you cannot make any disclosure unless and until the Special Master, or upon appeal the Insurance Commissioner, authorizes such disclosure.

Without purporting to set forth at this time all of its objections to Dr. Collins's and Mr. Perna's seeing the Draft OIC Reports, let me enumerate some of the reasons why Premera objects to your proposal:

1. Dr. Collins is the President of the Washington State Medical Association. He, his medical group and his constituents/members, as current and/or future providers of medical

services, have much to gain from obtaining any Confidential or AEO documents or information in the Draft Consultant Reports.

2. Mr. Perna is head of the Health Care Economics Unit of the WSMA. His very job includes the analysis of data regarding health care insurers such as Premera. He would have a field day using any Confidential and AEO documents and information in the Draft Consultant Reports.

3. Your letter fails to comply with the requirement of Paragraph 3(b)(ii)(1) of the Protective Order, in that you fail to "describe the general purpose of the disclosure." To merely make the conclusory (and ambiguous) statement, as you do in your letter, that "Dr. Collins and Mr. Perna have been retained to provide expert opinions and/or to consult with counsel in advance of discovery and the hearing in this matter" is not sufficient.

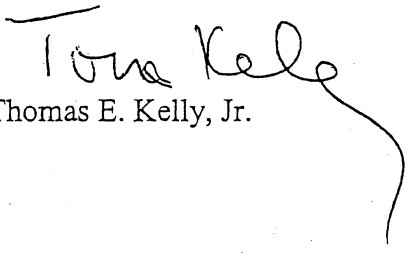
4. Your letter also fails to comply with another requirement of that Paragraph, in that you fail to identify the specific AEO documents or information that you seek to provide to Dr. Collins or the specific AEO documents or information that you seek to provide to Mr. Perna.

I would also note that if there is a disclosure of either the Confidential or the AEO documents or information to Dr. Collins or to Mr. Perna and then a subsequent unauthorized release of the documents or information, Dr. Collins and Mr. Perna would face the potential of substantial personal liability, particularly in light of their positions in the WSMA. Have you advised them of that risk or have they obtained advice on that risk from their own personal attorneys? If not, we ask that you do so, so that they do not later argue that they were unaware of their risks.

Very truly yours,

PRESTON GATES & ELLIS LLP

By


Thomas E. Kelly, Jr.

TEK:tek

cc: Richard Spoonemore
Amy McCullough
Michael Madden
John Hamje

BEFORE THE INSURANCE COMMISSIONER
OF THE STATE OF WASHINGTON

In the Matter of the Application
regarding the Conversion and
Acquisition of Control of Premera Blue
Cross and its Affiliates.

No. G 02-45

PREMERA'S SECOND SET OF
DOCUMENT REQUESTS TO THE
WASHINGTON STATE MEDICAL
ASSOCIATION

TO: The Washington State Medical Association, an Intervenor Group
herein

AND TO: Its lead attorneys, Jeffrey Coopersmith and Coopersmith Health
Law Group

PREMERA and Premera Blue Cross ("Premera") hereby propound the following
Second Set of Requests for Production of Documents to the Washington State Medical
Association, an Intervenor Group herein.

The requested documents should be produced for inspection and copying within 7
days¹ after the date of service, that is, by **October 31, 2003**, at the offices of Preston

¹ While the usual time for response to such request is 30 days, Premera requests that You produce all the requested documents within 7 days or even sooner, in compliance with Paragraph 3(d) of the Seventeenth Order herein ("Every effort should be made by the parties to cooperate and produce documents as quickly as possible") The 7 day or less return date for these document request is necessitated by: (1) Premera's need to obtain discovery regarding Dr. Collins and Mr. Perna in order to resist any efforts by WSMA to

PREMERA'S SECOND SET OF DOCUMENT
REQUESTS TO THE WASHINGTON STATE
MEDICAL ASSOCIATION - 1

K:\34458\00009\TEK\TEK_P237G

EXHIBIT B

PRESTON GATES & ELLIS LLP
925 FOURTH AVENUE
SUITE 2900
SEATTLE, WASHINGTON 98104-1158
TELEPHONE: (206) 623-7580
FACSIMILE: (206) 623-7022

1 Gates & Ellis LLP, 925 Fourth Avenue, Suite 2900, Seattle, Washington 98104, or at such
2 other location as may be determined by agreement with counsel. You should respond to
3 each discovery request in accordance with the instructions and definitions set forth below.
4 The requests for production of documents are continuing in nature within the meaning of
5 CR 26.

6 INSTRUCTIONS

7 A. If any document is withheld from production on the ground that its
8 production is privileged due to the attorney-client privilege, work-product rule, or other
9 legally recognized privilege preventing its disclosure to a requesting party, please state
10 separately for each such document: (1) the applicable privilege pursuant to which You
11 claim protection; (2) the date of the document; (3) the nature of the document (e.g., letter);
12 (4) the full name, job title, and employer for each author of the document; (5) the full
13 name, job title, and employer of each addressee and named recipient of the document; (6)
14 the full name, job title, and employer of each person who, to Your knowledge, has seen
15 the document; and (7) in general, the substance of the document.

16 B. In responding to these requests for production, You should provide all
17 documents that are available to You, including all documents that may be in the
18 possession of any person for whom You have authority to act in this proceeding, as well
19 as of Your agents, attorneys, or other persons who are acting under Your direction or on
20 Your behalf or are otherwise subject to Your control.

21 C. In responding to these requests for production, You should make a diligent
22 search of Your records and of other papers and materials in Your possession or available

23
24 disclose Confidential or Attorneys' Eyes Only documents or information to Dr. Collins or
25 Mr. Perna; and (2) the need to prepare for the depositions of Dr. Collins and Mr. Perna on
those issues.

1 to You. Likewise, You should make a diligent search of the records, papers, and materials
2 in the possession of any person on behalf of whom You claim to have authority to act in
3 this proceeding.

4 DEFINITIONS

5 Unless the context clearly indicates otherwise, the following terms and phrases
6 will be defined and used herein as follows:

7 1. The terms "You" and "Your" mean and include the Washington State
8 Medical Association, an Intervenor Group herein, and the members thereof and the
9 respective staffs, employees, consultants, attorneys, experts, agents, investigators, officers
10 and directors of the Washington State Medical Association and of its constituent
11 members. "WSMA" means the Washington State Medical Association.

12 2. The terms "the Conversion Application" and the term "the Conversion
13 Hearing" refer to the matter pending before the Washington State Office of the Insurance
14 Commissioner, denominated "In the Matter of the Application for Conversion of Premera
15 Blue Cross," Docket No. G02-45, and the hearing thereon. The term "Conversion
16 Forums" refer to the public hearings that the Insurance Commissioner has planned for
17 December 2003.

18 3. The term "Intervenor" means any of the petitioning intervenors identified
19 in the February 10, 2003 "Fourth Order: Ruling on Motions to Intervene" of the Insurance
20 Commissioner and the term "Intervenor Groups" means the Intervenor Groups identified
21 in said Order.

22 4. The terms "person" and "persons" mean and include all individuals and all
23 entities of any description, including but not limited to all associations, companies, sole
24 proprietorships, partnerships, joint ventures, corporations, trusts and estates, subsidiaries,
25 and parents, as well as all individuals employed or retained by any of the foregoing.

1 5. The terms "document" and "documents" mean and include any kind of
2 written, typewritten, or printed material whatsoever, any kind of graphic material, and any
3 computer readable media including, but not limited to, e-mails, papers, agreements,
4 contracts, notes, applications, memoranda, correspondence, studies, working papers,
5 letters, telegrams, invoices, personal diaries, reports, records, books, forms, indexes,
6 transcriptions and recordings, magnetic tapes, video tapes, wire recordings, disks and
7 printed cards, data sheets, data processing cards, personal calendars, interoffice
8 memoranda, minutes and records of any sorts of meetings, financial statements, financial
9 calculations, estimates, reports of telephone or other oral conversations, appointment
10 books, maps, drawings, charts, graphs, photographs, and all other writings and recordings
11 of every kind, however produced or reproduced, whether signed or unsigned. The terms
12 "document" and "documents" include, but without limitation, originals and all file copies
13 and other copies that are not identical to the original no matter how or by whom prepared,
14 and all drafts prepared in connection with any documents, whether used or not. If the
15 original of any document is not in Your possession, custody or control, a copy of that
16 document should be produced.

17 6. The phrases "relating to" or "regarding" mean consisting of, summarizing,
18 describing, reflecting, or referring to in any way.

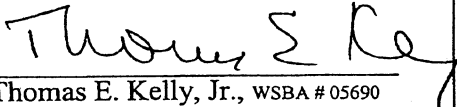
19 7. The singular shall include the plural, the use of the masculine gender shall
20 include the feminine gender, and vice versa, whenever the context reasonably allows or
21 requires such construction. "And" and "or" mean "and/or" whenever the context
22
23
24
25

1 reasonably allows such construction.

2 DATED this 24th day of October, 2003.

3
4 PRESTON GATES & ELLIS LLP

5
6 By


Thomas E. Kelly, Jr., WSBA # 05690

Robert B. Mitchell, WSBA # 10874

7 Attorneys for PREMERA and
8 Premera Blue Cross

9 **REQUESTS FOR PRODUCTION**

10 **REQUEST FOR PRODUCTION NO. 1:**

11 Please produce (a) a current resume or curriculum vitae for Dr. Jeff Collins, (b) a
12 copy of all engagement letters or memoranda regarding his engagement to provide expert
13 opinions for, and/or to consult with, Jeff Coopersmith or Coopersmith Health Law Group;
14 (c) a statement of the compensation paid and to be paid to Dr. Collins or his group for his
15 work as an expert or consultant; (d) all publications authored by Dr. Collins from January
16 1, 1990 to the date of response to this Request (hereinafter, "to present"); (e) a list of all
17 matters in which Dr. Collins has, during the time period from January 1, 1999 to present,
18 either prepared an expert report or testified as an expert (i.e., testified by way of
19 declaration, pre-filed testimony, deposition or live testimony, at any hearing, trial or other
20 proceeding); (f) a copy of all reports, pre-filed testimony, and declarations of Dr. Collins
21 from January 1, 1999 to present; and (g) a copy of the transcripts of all depositions and
22 testimony of Dr. Collins from January 1, 1999 to present.

23 **RESPONSE:**

24
25 PREMERA'S SECOND SET OF DOCUMENT
REQUESTS TO THE WASHINGTON STATE
MEDICAL ASSOCIATION - 5

K:\34458\00009\ITEK\TEK_P237G

PRESTON GATES & ELLIS LLP
925 FOURTH AVENUE
SUITE 2900
SEATTLE, WASHINGTON 98104-1158
TELEPHONE: (206) 623-7580
FACSIMILE: (206) 623-7022

1
2 **REQUEST FOR PRODUCTION NO. 2:**

3 Please produce all final reports, surveys, memo or other papers prepared by, or
4 under the supervision of, Dr. Collins for the Conversion Hearing or the Conversion
5 Forums or for Your position regarding the Conversion Application.

6 **RESPONSE:**
7
8

9
10 **REQUEST FOR PRODUCTION NO. 3:**

11 Please produce (a) all drafts of all reports, surveys, memos or other papers
12 prepared by, or under the supervision of, Dr. Collins for the Conversion Hearing or the
13 Conversion Hearing Forums or for Your position regarding the Conversion Application;
14 (b) all correspondence, emails, documents or other communication to and from Jeff
15 Coopersmith or anyone at Coopersmith Health Law Group, on the one hand, and Dr.
16 Collins, on the other hand, regarding the Conversion Application or the Conversion
17 Hearing or Conversion Forums, or the drafting or preparation of any such report surveys,
18 memos or other papers; (c) all correspondence, emails, documents or other
19 communications between Dr. Collins and anyone at the WSMA regarding the Conversion
20 Application or the Conversion Hearing or the Conversion Forums; (d) all correspondence,
21 emails, documents or other communications sent by Dr. Collins to any of the members of
22 the WSMA or received by Dr. Collins from its members regarding the Conversion
23 Application or the Conversion Hearing or the Conversion Forums; (e) all correspondence,
24 emails, documents or other communications sent to WSMA's Board of Trustees regarding
25 the Conversion Application or the Conversion Hearing or the Conversion Forums; (f) all

1 correspondence, emails, documents or other communications regarding monies budgeted
2 or spent by the WSMA regarding the Conversion Application or the Conversion Hearing
3 or the Conversion Forums; (g) all documents, including all communications, between, on
4 the one hand, any lobbyist employed by the WSMA and, on the other hand, Dr. Collins or
5 any officer or trustee of the WSMA; (h) all correspondence, emails, documents or other
6 communications to or from, Dr. Collins or WSMA, on the one hand, and Mike Kreidler or
7 the Office of Insurance Commissioner, on the other hand, regarding the Conversion
8 Application or the Conversion Hearing or the Conversion Forums; and (i) any other
9 documents of any other documents in Dr. Collins' possession or control regarding or
10 related to the Conversion Application or the Conversion Hearing or the Conversion
11 Forums.

12 RESPONSE:

13
14
15 REQUEST FOR PRODUCTION NO. 4:

16 Please produce all documents -- other than those produced by Premera to the OIC
17 Staff -- in Dr. Collins' possession or under his control that constitute, reflect or refer to
18 (a) the reimbursement levels to providers in Washington State from Premera or (b) "any
19 effect on the adequacy of providing networks serving the insured public that is, or may be,
20 attributable to those reimbursement levels;" or (c) any projections regarding the
21 reimbursement levels to providers from Premera.

22 The documents to be produced should include, but not be limited to, all those
23 regarding the future of reimbursement levels, whether or not Premera is authorized to
24
25

1 convert (e.g., comparisons of the future levels of reimbursement if Premera converts and
2 if it does not convert).

3 RESPONSE:

6 REQUEST FOR PRODUCTION NO. 5:

7 Please produce all documents -- other than those produced by Premera to the OIC
8 Staff -- in Dr. Collins' possession or under his control that constitute, reflect or refer to
9 any data, from January 1, 1999 to present, regarding (a) the reimbursement levels to
10 providers in Washington State from Regence Blue Shield; (b) "any effect on the adequacy
11 of providing networks serving the insured public that is, or may be, attributable to those
12 reimbursement levels from Regence Blue Shield;" (c) any projections regarding the
13 reimbursement levels to providers from Regence; (d) the reimbursements paid to Dr.
14 Collins by Regence Blue Shield; and (e) the reimbursements paid to Dr. Collins'
15 physicians group by Regence Blue Shield.

16 RESPONSE:

20 REQUEST FOR PRODUCTION NO. 6:

21 Please produce all documents -- other than those produced by Premera to the OIC
22 Staff -- in Dr. Collins' possession or under his control that constitute, reflect or refer to
23 any data, from January 1, 1999 to present, regarding (a) the reimbursement levels to
24 providers from any other health insurer in Washington State (other than Premera and
25 Regence Blue Shield); (b) any effect on the adequacy of providing networks serving the

1 insured public that is, or may be, attributable to those reimbursement levels from each
2 such other health insurer; (c) the reimbursements paid to Dr. Collins by each of those
3 other health insurers; and (d) the reimbursements paid to Dr. Collins' physicians group by
4 each of those other health insurers.

5 RESPONSE:

8 REQUEST FOR PRODUCTION NO. 7:

9 Please produce all documents -- other than those produced by Premera to the OIC
10 Staff -- in Dr. Collins' possession or under his control that constitute, reflect or refer to,
11 from January 1, 1999 to present, any correspondence, email, memo, study, report, survey,
12 spreadsheet, presentation, Board Minutes, Board Books, budget, pro forma, or other
13 document, data or information prepared by or provided to any of Your members, officers,
14 directors, employees, attorneys, agents, or lobbyists, regarding the response to, or plan
15 regarding, or reaction to: (a) Premera's conversion from a non-profit to a for-profit
16 company or (b) reimbursement levels if Premera converts from a non-profit to a for-profit
17 company.

18 RESPONSE:

22 REQUEST FOR PRODUCTION NO. 8:

23 As a physician and as the President of the WSMA, Dr. Collins may have a
24 financial interest in, or obtain a financial benefit as a result of, opposing the Conversion
25 Application. Please produce all documents -- other than those produced by Premera to

1 the OIC Staff - that constitute, refer to, or reflect, from January 1, 1999 to the present: (a)
2 all billings that he as a physician or that his physicians group made; (b) all revenue that he
3 as a physician or that his physicians group obtained; (c) all income that he reported to the
4 IRS as a physician; (d) all income that his physicians group reported to the IRS; (e) all
5 payments that he received as President of the WSMA; (f) all expenses for which he
6 requested reimbursement from the WSMA; (g) all Washington State or United States
7 legislators or their staff that he had contact with and all correspondence, emails,
8 documents or other communications he had with those legislators or their staff; (h) all
9 American Medical Association representatives that he had contact with and all
10 correspondence, emails, documents or other communications he had with those
11 representatives; and (i) all contacts that he had with either any representatives of the
12 Washington Hospital Association or the Association of Washington Public Hospital
13 Districts and all correspondence, emails, documents or other communications he had with
14 those representatives.

15 RESPONSE:

16
17
18 REQUEST FOR PRODUCTION NO. 9:

19 Please produce (a) a current resume or curriculum vitae for Mr. Robert Perna, (b) a
20 copy of all engagement letters or memoranda regarding his engagement to provide expert
21 opinions for, and/or to consult with, Jeff Coopersmith or Coopersmith Health Law Group;
22 (c) a statement of the compensation paid and to be paid to Mr. Perna for his work as an
23 expert or consultant; (d) all publications authored by Mr. Perna from January 1, 1990 to
24 the date of response to this Request (hereinafter, "to present"); (e) a list of all matters in
25

1 which Mr. Perna has, during the time period from January 1, 1999 to present, either
2 prepared an expert report or testified as an expert (i.e., testified by way of declaration, pre-
3 filed testimony, deposition or live testimony, at any hearing, trial or other proceeding); (f)
4 a copy of all reports, pre-filed testimony, and declarations of Mr. Perna from January 1,
5 1999 to present; and (g) a copy of the transcripts of all depositions and testimony of Mr.
6 Perna from January 1, 1999 to present.

7 RESPONSE:

11 REQUEST FOR PRODUCTION NO. 10:

12 Please produce all final reports, surveys, memo or other papers prepared by, or
13 under the supervision of, Mr. Perna for the Conversion Hearing or the Conversion Forums
14 or for Your position regarding the Conversion Application.

15 RESPONSE:

18 REQUEST FOR PRODUCTION NO. 11:

19 Please produce (a) all drafts of all reports, surveys, memos or other papers
20 prepared by, or under the supervision of, Mr. Perna for the Conversion Hearing or the
21 Conversion Hearing Forums or for Your position regarding the Conversion Application;
22 (b) all correspondence, emails, documents or other communication to and from Jeff
23 Coopersmith or anyone at Coopersmith Health Law Group, on the one hand, and Mr.
24 Perna, on the other hand, regarding the Conversion Application or the Conversion Hearing
25

1 or Conversion Forums, or the drafting or preparation of any such report surveys, memos
2 or other papers; (c) all correspondence, emails, documents or other communications
3 between Mr. Perna and anyone at the WSMA regarding the Conversion Application or the
4 Conversion Hearing or the Conversion Forums; (d) all correspondence, emails, documents
5 or other communications sent by Mr. Perna to any of the members of the WSMA or
6 received by Mr. Perna from its members regarding the Conversion Application or the
7 Conversion Hearing or the Conversion Forums; (e) all documents, including all
8 communications, between, on the one hand, any lobbyist employed by the WSMA and, on
9 the other hand, Mr. Perna or any officer or trustee of the WSMA; (f) all correspondence,
10 emails, documents or other communications to or from, on the one hand, Mr. Perna or
11 WSMA, and, on the other hand, Mike Kreidler or the Office of Insurance Commissioner,
12 regarding the Conversion Application or the Conversion Hearing or the Conversion
13 Forums; and (g) any other documents of any other documents in Mr. Perna's possession or
14 control regarding or related to the Conversion Application or the Conversion Hearing or
15 the Conversion Forums.

16 RESPONSE:

17
18
19 REQUEST FOR PRODUCTION NO. 12:

20 Please produce all documents -- other than those produced by Premera to the OIC
21 Staff -- in Mr. Perna's possession or under his control that constitute, reflect or refer to
22 (a) the reimbursement levels to providers in Washington State from Premera or (b) "any
23 effect on the adequacy of providing networks serving the insured public that is, or may be,
24
25

1 attributable to those reimbursement levels;" or (c) any projections regarding the
2 reimbursement levels to providers from Premera.

3 The documents to be produced should include, but not be limited to, all those
4 regarding the future of reimbursement levels, whether or not Premera is authorized to
5 convert (e.g., comparisons of the future levels of reimbursement if Premera converts and
6 if it does not convert).

7 RESPONSE:

10 REQUEST FOR PRODUCTION NO. 13:

11 Please produce all documents -- other than those produced by Premera to the OIC
12 Staff -- in Mr. Perna's possession or under his control that constitute, reflect or refer to
13 any data, from January 1, 1999 to present, regarding (a) the reimbursement levels to
14 providers in Washington State from Regence Blue Shield; (b) "any effect on the adequacy
15 of providing networks serving the insured public that is, or may be, attributable to those
16 reimbursement levels from Regence Blue Shield;" (c) any projections regarding the
17 reimbursement levels to providers from Regence; and (d) the reimbursements paid to any
18 or all of the members of the WSMA by Regence Blue Shield.

19 RESPONSE:

23 REQUEST FOR PRODUCTION NO. 14:

24 Please produce all documents -- other than those produced by Premera to the OIC
25 Staff -- in Mr. Perna's possession or under his control that constitute, reflect or refer to

1 any data, from January 1, 1999 to present, regarding (a) the reimbursement levels to
2 providers from any other health insurer in Washington State (other than Premera and
3 Regence Blue Shield); (b) any effect on the adequacy of providing networks serving the
4 insured public that is, or may be, attributable to those reimbursement levels from each
5 such other health insurer; and (c) the reimbursements paid to any or all of the members of
6 the WSMA by each of those other health insurers.

7 RESPONSE:

8
9
10
11 **REQUEST FOR PRODUCTION NO. 15:**

12 Please produce all documents -- other than those produced by Premera to the OIC
13 Staff -- in Mr. Perna's possession or under his control that constitute, reflect or refer to,
14 from January 1, 1999 to present, any correspondence, email, memo, study, report, survey,
15 spreadsheet, presentation, Board Minutes, Board Books, budget, pro forma, or other
16 document, data or information prepared by or provided to any of Your members, officers,
17 directors, employees, attorneys, agents, or lobbyists, regarding the response to, or plan
18 regarding, or reaction to: (a) Premera's conversion from a non-profit to a for-profit
19 company or (b) reimbursement levels if Premera converts from a non-profit to a for-profit
20 company.

21 RESPONSE:

22
23
24
25

PREMERA'S SECOND SET OF DOCUMENT
REQUESTS TO THE WASHINGTON STATE
MEDICAL ASSOCIATION - 14

K:\34458\00009\TEK\TEK_P237G

PRESTON GATES & ELLIS LLP
925 FOURTH AVENUE
SUITE 2900
SEATTLE, WASHINGTON 98104-1158
TELEPHONE: (206) 623-7580
FACSIMILE: (206) 623-7022

1
2
3 **REQUEST FOR PRODUCTION NO. 16:**

4 As the WSMA Director of Health Care Economics, Mr. Perna may have a
5 financial interest in, or obtain a financial benefit as a result of, opposing the Conversion
6 Application. Please produce all documents -- other than those produced by Premera to
7 the OIC Staff - that constitute, refer to, or reflect, from January 1, 1999 to the present: (a)
8 all employment contracts that Mr. Perna has with WSMA; (b) all payments made by
9 WSMA to Mr. Perna, including all bonuses; (c) all income that he reported to the IRS; (d)
10 all expenses for which he requested reimbursement from the WSMA; (e) all Washington
11 State or United States legislators or their staff that he had contact with and all
12 correspondence, emails, documents or other communications he had with those legislators
13 or their staff; (f) all American Medical Association representatives that he had contact
14 with and all correspondence, emails, documents or other communications he had with
15 those representatives; and (g) all contacts that he had with either any representatives of the
16 Washington Hospital Association or the Association of Washington Public Hospital
17 Districts and all correspondence, emails, documents or other communications he had with
18 those representatives.

19
20
21
22 **REQUEST FOR PRODUCTION NO. 17:**

23 Please produce all reports, surveys, memos, correspondence, spreadsheets, data
24 bases or other documents prepared by, or under the supervision of, Mr. Perna, from the
25 period January 1, 1999 to the present, in regard to: (a) health care economics in the State

1 of Washington; (b) his duties as WSMA Director of Health Care Economics; (c) all
2 electronic and hard copy files at WSMA to which he has access or which discuss health
3 care economics; (d) a list of all electronic and hard copy files at WSMA; (e) any antitrust
4 claims or issues regarding the WSMA or any of physicians in Washington or any
5 physician groups in Washington; or (f) the Conversion Hearing or the Conversion Forums
6 or position of any person or entity regarding the Conversion Application.

7 RESPONSE:
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

1
2 RESPONSES DATED this ____ day of November, 2003.

3 Coopersmith Health Law Group

4
5 By: _____
6 Jeffrey Coopersmith, WSBA No. _____
7 Lead Attorneys for the Washington State Medical
8 Association, an Intervenor Group herein

9 ATTORNEY CERTIFICATION

10 The undersigned attorney for the Washington State Medical Association
11 ("Association"), has read the foregoing Document Requests and the Association's
12 Responses thereto, and hereby certifies that each of the Responses are in compliance with
13 CR 26(g).

14 DATED this _____ day of November, 2003.

15 Coopersmith Health Law Group

16
17 By _____
18 Jeffrey Coopersmith, WSBA No. _____
19 Lead Attorneys for the Washington State Medical
20 Association

- 1
- 2
- 3
- 4
- 5
- 6
- 7
- 8
- 9
- 0
- 1
- 2
- 3
- 4
- 5
- 6
- 7
- 8
- 9
- 0
- 1
- 2
- 3
- 4
- 5

I am a representative of the Washington State Medical Association (“Association”), an Intervenor Group herein, and have been authorized by it to sign this Verification Declaration. I have read the foregoing Second Set of Requests for Production and the Association’s Responses thereto, know the contents thereof, and state that those Responses are true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

14
15
16
17
18
19
20
21
22
23
24
25

PREMERA'S SECOND SET OF DOCUMENT
REQUESTS TO THE WASHINGTON STATE
MEDICAL ASSOCIATION - 18

K:\34458\00009\TEK\TEK P237G

PRESTON GATES & ELLIS LLP
925 FOURTH AVENUE
SUITE 2900
SEATTLE, WASHINGTON 98104-1158
TELEPHONE: (206) 623-7580
FACSIMILE: (206) 623-7022

1
2
3
4
5
6
7 BEFORE THE INSURANCE COMMISSIONER
8 OF THE STATE OF WASHINGTON

9 In the Matter of the Application
10 regarding the Conversion and
11 Acquisition of Control of Premera Blue
12 Cross and its Affiliates.

No. G 02-45

13 **AMENDED NOTICE OF**
14 **DEPOSITION OF ROBERT PERNA**

15 TO: The OIC Staff and the Intervenor Groups herein, by and through their
16 respective attorneys of record

17 YOU, AND EACH OF YOU, are hereby notified that the testimony by oral
18 examination, recorded by stenographic means before a Notary Public, of Robert Perna
19 will be taken on behalf of Premera at **Preston Gates & Ellis LLP, Suite 2900, 925**
20 **Fourth Avenue, Seattle, WA 98104** (or at such other location as is mutually agreeable)
21 on **Monday, November 3, 2003**, commencing at the hour of **10:00 o'clock a.m.** (or at
22 such other time as is mutually agreeable). Said deposition shall be subject to continuance
23 or adjournment from time to time or place to place until completed. It is being taken on
24 the ground and for the reason that said witness will give evidence material to (1) his
25 designation as a person retained by WSMA to provide expert opinion and/or to consult
with WSMA counsel in advance of discovery and the hearing in this matter and (2)

AMENDED NOTICE OF DEPOSITION
OF ROBERT PERNA - 1

K:\34458\00009\TEK\TEK_P2371

EXHIBIT C


PRESTON GATES & ELLIS LLP
925 FOURTH AVENUE
SUITE 2900
SEATTLE, WASHINGTON 98104-1158
TELEPHONE (206) 623-7580
FACSIMILE (206) 623-7022

1 whether he should be permitted to see any documents or information designated as
2 Confidential or Attorneys' Eyes Only.

3 If and when Mr. Perna produces an expert report and/or is designated by WSMA
4 to testify at the Conversion Hearing, Premera reserves the right to depose him regarding
5 said report and testimony.

6 DATED this 24th day of October, 2003.

7
8 PRESTON GATES & ELLIS LLP

9
10 By 
11 Thomas E. Kelly, Jr., WSBA # 05690
12 Attorneys for PREMERA and Premera
13 Blue Cross
14
15
16
17
18
19
20
21
22
23
24
25

AMENDED NOTICE OF DEPOSITION
OF ROBERT PERNA - 2

K:\34458\00009\TEK\TEK_P2371

PRESTON GATES & ELLIS LLP
925 FOURTH AVENUE
SUITE 2900
SEATTLE, WASHINGTON 98104-1158
TELEPHONE (206) 623-7580
FACSIMILE (206) 623-7022

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

BEFORE THE INSURANCE COMMISSIONER
OF THE STATE OF WASHINGTON

In the Matter of the Application
regarding the Conversion and
Acquisition of Control of Premera Blue
Cross and its Affiliates.

No. G 02-45

NOTICE OF DEPOSITION OF
DR. JEFF COLLINS

TO: The OIC Staff and the Intervenor Groups herein, by and through their
respective attorneys of record

YOU, AND EACH OF YOU, are hereby notified that the testimony by oral
examination, recorded by stenographic means before a Notary Public, of Dr. Jeff Collins
will be taken on behalf of Premera at the offices of Preston Gates & Ellis LLP, 601 West
Riverside Avenue, Suite 1400, Spokane, WA 99201 (or at such other location as is
mutually agreeable) on **Tuesday, November 4, 2003**, commencing at the hour of **10:00**
o'clock a.m (or at such other time as is mutually agreeable). Said deposition shall be
subject to continuance or adjournment from time to time or place to place until completed.

It is being taken on the ground and for the reason that said witness will give evidence
material to (1) his designation as a person retained by WSMA to provide expert opinion
and/or to consult with WSMA counsel in advance of discovery and the hearing in this

NOTICE OF DEPOSITION OF
DR. JEFF COLLINS - 1

K:\34458\00009\TEK\TEK_P237H

EXHIBIT D

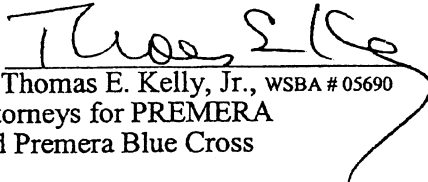
PRESTON GATES & ELLIS LLP
925 FOURTH AVENUE
SUITE 2900
SEATTLE, WASHINGTON 98104-1158
TELEPHONE: (206) 623-7580
FACSIMILE: (206) 623-7022

1 matter and (2) whether he should be permitted to see any documents or information
2 designated as Confidential or Attorneys' Eyes Only.

3 If and when Dr. Collins produces an expert report and/or is designated by WSMA
4 to testify at the Conversion Hearing, Premera reserves the right to depose him regarding
5 said report and testimony.

6 DATED this 24th day of October, 2003.

7
8 PRESTON GATES & ELLIS LLP

9
10 By 
11 Thomas E. Kelly, Jr., WSBA # 05690
12 Attorneys for PREMERA
13 and Premera Blue Cross
14
15
16
17
18
19
20
21
22
23
24
25

NOTICE OF DEPOSITION OF
DR. JEFF COLLINS - 2

K:\34458\00009\TEK\TEK_P237H

PRESTON GATES & ELLIS LLP
925 FOURTH AVENUE
SUITE 2900
SEATTLE, WASHINGTON 98104-1158
TELEPHONE: (206) 623-7580
FACSIMILE: (206) 623-7022